

**BY-LAWS**

**of**

**NORTHEAST MYCOLOGICAL FEDERATION, INC.**

**(a New York Not-For-Profit Corporation)**

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**Adopted as of: February 28, 1994  
Revised and adopted as of August 11, 2000**

**BY-LAWS**  
of  
**NORTHEAST MYCOLOGICAL FEDERATION, INC.**

**TABLE OF CONTENTS**

<b>ARTICLE I</b>	<b>OFFICES AND RECORDS</b> .....	<b>1</b>
	Section 1. Offices .....	1
	Section 2. Records .....	1
<b>ARTICLE II</b>	<b>MEMBERS</b> .....	<b>1</b>
	Section 1. Membership .....	1
	Section 2. Meetings .....	2
	Section 3. Notice of Meetings .....	2
	Section 4. Quorum, Adjournments of Meetings .....	2
	Section 5. Organization .....	2
	Section 6. Voting .....	2
	Section 7. Action By the Members .....	3
	Section 8. Special Actions Requiring Vote of Members .....	3
<b>ARTICLE III</b>	<b>BOARD OF DIRECTORS</b> .....	<b>3</b>
	Section 1. Authority and Responsibility .....	3
	Section 2. Number of Directors .....	3
	Section 3. Qualifications .....	4
	Section 4. Election and Term .....	4
	Section 5. Rights of Directors .....	4
	Section 6. Meetings of the Board of Directors .....	4
	A. Annual Meeting .....	4
	B. Regular Meetings .....	4
	C. Special Meetings .....	5
	D. Notice of Meetings .....	5
	E. Quorum .....	5
	F. Voting .....	5
	Section 7. Resignation, Disqualification and Removal .....	5
	Section 8. Vacancies and Newly Created Openings .....	6
	Section 9. Powers .....	6

<b>ARTICLE IV</b>	<b>COMMITTEES OF THE BOARD OF DIRECTORS</b>	<b>7</b>
	Section 1. General	7
	Section 2. Executive Committee	7
	Section 3. Annual Foray Committee	7
	Section 4. The Annual Foray General Chairman	7
	Section 5. The Mycological Database Manager	7
<b>ARTICLE V</b>	<b>OFFICERS</b>	<b>7</b>
	Section 1. Number and Election	7
	Section 2. Qualifications	8
	Section 3. President	8
	Section 4. Vice-President	8
	Section 5. Secretary	8
	Section 6. Treasurer	9
	Section 7. Resignation; Removal	9
<b>ARTICLE VI</b>	<b>FINANCE</b>	<b>9</b>
	Section 1. Fiscal Year	9
	Section 2. Authority to Receive	9
	Section 3. Deposits and Checks	9
	Section 4. Investments	9
	Section 5. Bond	10
	Section 6. Contracts	10
<b>ARTICLE VII</b>	<b>GENERAL PROVISIONS</b>	<b>10</b>
	Section 1. Formal Expression of the Will of the Board of Directors	10
	A. Ordinary Resolutions	10
	B. Standing Resolutions	11
	Section 2. The Annual Foray	11
	Section 3. Action Without a Meeting	11
	Section 4. Telephone Participation in Meetings	11
	Section 5. Seal	12
	Section 6. Authority	12
	Section 7. Conflict of Interest	12
	Section 8. Indemnification	12
	Section 9. Exempt Activities	12
<b>ARTICLE VIII</b>	<b>AMENDMENTS</b>	<b>12</b>

## **BY-LAWS**

of

### **NORTHEAST MYCOLOGICAL FEDERATION, INC. (a New York Not or Profit Corporation)**

of

## **ARTICLE I**

### **OFFICES AND RECORDS**

#### **Section 1. Offices**

The principle office of Northeast Mycological Federation, Inc. (the Corporation") shall be located in the City, County, and State of New York. The principle office may be located at the residence of a Corporation Officer, however, when no corporate Officers reside within the State of New York, the President shall appoint a Member of the Corporation, and resident of the State of New York, as Statutory Agent and residence as principle office. The Corporation may also have offices at such other places both within or without the State of New York as the Board of Directors may from time to time determine.

The Corporation may also have offices at such other places both within or without the State of New York as the Board of Directors may from time to time determine.

#### **Section 2. Records**

There shall be kept at the office of the Corporation correct books of account of the activities and transactions of the Corporation including a minute book, which shall contain a copy of the certificate of incorporation, a copy of these ByLaws, and all minutes of meetings of the Board of Directors.

## **ARTICLE II**

### **MEMBERS**

#### **Section 1. Membership**

Membership shall be open to mycological clubs, societies and associations in the Northeast, and to other clubs, societies and associations interest or engaged in mycology, as shall be determined by the Board of Directors. Each Member shall be admitted to the Corporation by majority vote of the Board of Directors. The authority to admit Members may be delegated by majority vote of the Board of Directors to a single Director or to a committee of the Board of Directors. Members may be expelled from the corporation by majority vote of the Board of Directors if it is determined that their conduct is inconsistent with the purposes of the Corporation.

## **Section 2.     Meetings**

The annual meeting of the Members (the "Annual Meeting") for the election of the Directors and for the transaction of such other business as may come before the Members shall be held at the annual Mycological Conference ("the Annual Foray") or at such time and date as may be fixed by the Board of Directors, or, if not so fixed, as may be determined by the President of the Board of Directors. Special meetings shall be held whenever called by resolution of the Board of Directors, the President of the Board, or by a written demand to the Secretary of ten (10%) percent of the Members eligible to vote.

The Secretary upon receiving the written demand or Resolution shall promptly give notice of such meeting as provided below, of if the Secretary fails to do so within five (5) business days thereafter, any Member signing such demand may give such notice.

## **Section 3.     Notice of Meetings**

Written notice of the place, date and hour of any meeting shall be given to each Member entitled to vote at such meeting by mailing the notice by first class mail, postage prepaid, or by personal delivery, not less than ten (10) nor more than fifty (50) days before the date of the meeting. Notice of special meetings shall indicate the purpose for which they are called and the person or persons calling the meeting.

## **Section 4.     Quorum, Adjournments of Meetings**

At all meetings of, the Members, a majority of the Members, present in persons or by proxy, shall constitute a quorum for the transaction of business. In the absence of a quorum, a majority of the Members present in person or by proxy may adjourn the meeting. Notice of the new meeting is not required if the time and place for the new meeting are announced at the meeting at which the adjournment is taken, and at the new meeting any business may be transacted which might have been transacted at the meeting as originally called.

## **Section 5.     Organization**

The President of the Corporation shall preside at all meetings of the Members or, in the absence of the President, the Vice-President shall preside. In the absence of both, an acting President shall be chosen by the Members present. The Secretary of the Corporation shall act as Secretary at all meetings of the Members, but in the absence of the Secretary, the presiding officer may appoint any person to act as Secretary of the meeting.

## **Section 6.     Voting**

At any meeting of the Members, each Member present, in person or by proxy, shall be entitled to one vote. Upon demand of any Member, any vote for Directors or upon any question before the meeting shall be by ballot. No proxy voting shall be permitted.

**Section 7. Action by the Members**

Except as otherwise provided by statute or by these By-Laws, any corporate action authorized by a majority of the votes cast at a meeting of Members shall be the act of the Members. Action may be taken without a meeting on written consent, setting forth the action to be taken, signed by all of the Members.

**Section 8. Special Actions Requiring Vote of Members**

The following corporate actions may not be taken without approval of the members: (a) a majority of the votes cast at a meeting of the Members is required for : (1) any amendment of or change to the Certificate of Incorporation, or (2) a petition for judicial dissolution; (b) two-thirds (2/3) of the votes cast at a meeting of the Members is required for: (1) disposing of all, or substantially all, of the assets of the Corporation, (2) approval of a plan of merger, (3) authorization of a plan of nonjudicial dissolution, or (4) revocation of a voluntary dissolution proceeding provided, however, that the affirmative votes cast in favor of any such action shall be at least equal to the minimum number of votes necessary to constitute a quorum. Blank votes or abstentions shall not be counted in the number of votes cast.

**ARTICLE III**

**BOARD OF DIRECTORS**

**Section 1. Authority and Responsibility**

The management of the Corporation shall be vested in, and all of its affairs governed by, the Board of Directors, which shall have overall authority, control, and responsibility for the conduct of the Corporation, including the authority, control, and responsibility to execute all powers over the business, operations, concerns, and affairs of the Corporation.

**Section 2. Number of Directors**

The Board of Directors, consisting of Corporate Officers and Trustees of Member Organizations, shall be such number, not less than three (3) persons, as shall from time to time be determined by resolution of the Board. Each Member Organization is entitled to be represented by one Trustee who must be approved by a vote of affirmation of the Board of Directors to become a member of that body. An alternate Trustee, whom in the absence of the determined Director will perform the duties of that position, must also be submitted by the respective member Organization to the Board for affirmation.

**Section 3. Qualifications**

Any person at least eighteen (18) years of age shall be eligible for election as a Director. Members of the Board of Directors shall be selected on the basis of interest in and agreement with the objectives and purposes of the Corporation, as well as the ability of the individual to participate actively and effectively in fulfilling those purposes and objectives.

**Section 4. Election and Term**

The initial directors shall be the persons named in the Certificate of Incorporation. Thereafter, each Member Organization shall name a Trustee as a candidate for Corporation Director for the purpose of representing the interests of said Member Organization at all meetings of the Corporation, and communicating all business conducted at said meetings to the Officers of said Member Organization. The candidate of each organization, shall be elected by the affirmative vote of a majority of the Board at the Annual Meeting of the Board of Directors, and shall serve for a term as determined by each respective Member Organization, or until their successors shall have been elected and qualify.

**Section 5. Rights of Directors**

A. All members of the Board of Directors shall have the right to vote at all meetings, to hold office, to participate in the activities of the Corporation and to receive notices or reports issued by the Corporation. All such rights shall cease upon a Director's resignation or other termination of office.

B. No Director shall be entitled to share in the distribution of any of the corporate assets on the dissolution of the Corporation.

**Section 6. Meetings of the Board of Directors**

**A. Annual Meeting**

The Annual Meeting of the Board of Directors shall be held immediately following the Annual Meeting of the Members, or as otherwise determined by the Board of Directors, at such date, time or location as the Board President or Secretary may designate. At the annual meeting, the Board of Directors shall hold elections for officers in accordance with these By-Laws. It shall also receive reports of Officers and Committees, and shall consider such other business as may properly come before the meeting.

**B. Regular Meetings**

The Board of Directors shall meet not less than one time a year as provided above, and at such other dates, times and places as may from time to time be

determined and designated by the Board. The Board of Directors shall receive reports of the Officers, and shall transact such other business as may properly come before the meeting.

### **C. Special Meetings**

Special meetings of the Board of Directors may be called at any time by the President or upon written request of two or more Directors.

### **D. Notice of Meetings**

Written notice of the annual and of each regular or special meeting of the Board of Directors stating the date, time and place of such meeting shall be mailed at least ten (10) days, or delivered personally or by fax at least three (3) days, before such meeting to each member of the Board of Directors at his or her address as it appears on the records of the Corporation. Notice need not be given to any Director who submits a signed waiver of notice, whether before or after the meeting, or who attends the meeting without protesting prior thereto.

### **E. Quorum**

At any meeting of the Board of Directors a quorum for the transaction of any business shall consist of not less than two Directors and at least one third of the entire number of Directors in office. At the start of all such meetings, the Secretary shall call the roll and record the names of all Corporate Officers and Trustees, or in their absence, their alternate representatives that are present. The names of the Corporate Officers, and the representatives of the Member Organizations present, shall be entered into the minutes of the meeting. The minutes shall also state, based on the roll call, whether or not a Quorum is present. In the absence of a quorum, or when a quorum is present, a meeting may be adjourned from time to time for a period not exceeding thirty (30) days by vote of a majority of the Directors present without notice other than by announcement at the meeting and without further notice to any absent Directors. At any such adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the meeting as originally called.

### **F. Voting**

At any meeting of the Board of Directors each member of the Board who attends shall be entitled to one vote on each matter submitted to a vote of Directors. All matters shall be decided by a majority vote of the Directors present. No proxy voting shall be permitted.

## **Section 7. Resignation, Disqualification and Removal**

Any Director may resign at any time by tendering his or her resignation in writing to the Board of Directors or the Secretary. Any Director may be removed for cause by a vote of at least two-thirds (2/3) of the Board of Directors at a special meeting of the board called for that purpose, provided that at least one week's notice of the proposed action shall

have been given to the entire Board of Directors then in office. Any Director can be removed at any time with or without cause by a majority vote of the Members at a special meeting held for that purpose.

**Section 8. Vacancies and Newly Created Openings**

Any vacancy or newly created opening on the Board of Directors or among the Officers by reason of death, resignation, removal, inability to act, or any other cause, shall be filled for the unexpired term by vote of a majority of the Board of Directors at any regular or special meeting. Any vacancy or newly created opening by Board members previously acting as Trustees for Member Organizations, require the effected Member Organization to submit a replacement Trustee to the Board for affirmation.

**Section 9. Powers**

All corporate powers, except as otherwise provided in the Certificate of Incorporation, these By-Laws and in the laws of the State of New York, shall be and hereby are vested in and shall be exercised by the Board of Directors.

**Section 10. Compensation**

Any Director of the Corporation is authorized to receive reasonable compensation for services rendered to the Corporation when authorized by two thirds of the Board of Directors and only when so authorized.

**ARTICLE IV**

**COMMITTEES OF THE BOARD OF DIRECTORS**

**Section 1. General**

The Board of Directors may appoint any committees, standing or ad hoc, or advisory groups as shall be deemed necessary or appropriate to advise or assist in the management, direction and supervision of the various activities of the Corporation. Such committees shall have such powers, duties and responsibilities as may be determined by the Board of Directors.

**Section 2. Executive Committee**

The Executive Committee shall consist of the President, Secretary, and Treasurer. The duties of the Executive Committee shall be to provide advice, guidance, and direction to the Annual Foray General Chairman to insure a successful Annual Foray, and to oversee the financial and organizational planning of the Annual Foray. The financial and organizational plans must be submitted by the Foray General Chairman to the Committee for approval, before any contract relevant to the Annual Foray may be entered into. The decision to proceed with or to cancel the Annual Foray, is a determination of the Executive Committee.

**Section 3. Annual Foray Committee**

The Annual Foray Committee shall consist of all the "Key Posts" that report directly to the Annual Foray General Chairman. The purpose and objective of the Annual Foray Committee shall be to assist in the planning, operation and execution of the Annual Foray. The Various Committee Posts, with the exception of the Mycological Database Manager, shall be appointed by the Annual Foray General Chairman and shall report directly to the General Chairman. The Annual Foray Committee shall be dissolved upon the expiration of the Foray General Chairman's term. The number of Committee Posts and their respective duties and responsibilities shall be stipulated in a standing resolution of the Board of Directors.

**Section 4. The Annual Foray General Chairman**

Each year, a new Foray General Chairman shall be appointed by the Corporation President. The Foray General Chairman shall have general charge and supervision of the Annual Foray Committee, shall be responsible for the planning, operation, and activities of the Annual Foray in accordance with the provisions of any relevant resolutions of the Board of Directors, and shall be subject to the authority of the Executive Committee as determined by the Board of Directors. The Foray General Chairman is an ex-officio member of all Foray committees.

**Section 5. The Mycological Database Manager**

The Mycological Database Manager shall be appointed by the Corporation President upon the commencement of the President's term of office. The Mycological Database Manager shall hold that appointed post for the duration of the President's term. The Mycological Database Manager shall report to the Annual Foray General Chairman, shall be responsible for appointing and supervising a Recorder assistant(s), and shall ensure that the names of all fungi identified at the Annual Foray are entered into the Corporation's computer database. and that a printout of the fungi collected is provided for the Corporation's Secretary at the end of the respective Annual Foray. Additionally, the Mycological Database Manager shall update the database on a regular basis to reflect any changes in fungi nomenclature, shall maintain archival records of all fungi collected at previous Annual Forays, and shall design the data entry system to be user friendly so that data entry and retrieval may be facilitated by anyone with minimum computer skills.

**ARTICLE V**

**OFFICERS**

**Section 1. Number and Election**

The officers of the Corporation shall be a President, a Secretary, a Treasurer, and a Vice-President, and such other officers, if any, as the Board of Directors may from time to time determine. One person may not hold more than one office. The officers of the Corporation shall be members of the Board of Directors.

The officers shall be elected by the Board of Directors at the stated annual meeting. The Vice-President shall serve a term of one (1) year. The President, Secretary, and Treasurer shall serve for a term of three (3) years, their terms shall be staggered such that the President's term shall be followed sequentially by the Secretary's and then the Treasurer's. Each officer shall continue their service until their successors have been elected and qualify. Officers shall be eligible for reelection.

**Section 2. Qualifications**

The qualifications for any person seeking the nomination for Corporation Officer, are the same qualifications required of any candidate for the Board of Directors, except for the office of Vice-President. Candidates for the office of Vice-President are typically limited to members from the Member Organization or Organizations sponsoring the Annual Foray. The term of that office coincides with the year of the sponsored Foray.

**Section 3. President**

The President of the Board of Directors shall preside at all meetings of the Board of Directors and perform all the duties incident to the office of President, and shall perform such other duties as from time to time may be assigned by the Board of Directors. The President shall have general charge and supervision of the business and affairs of the Corporation, and shall keep the Board of Directors fully informed about the activities of the Corporation. He or she shall have the power to sign and execute alone in the name of the Corporation all contracts authorized either generally or specifically by the Board, unless the Board shall specifically require an additional signature. The President shall be an exofficio member of all committees and advisory boards.

**Section 4. Vice-President**

The Vice-President, in the absence of the President, shall perform the duties of that office. In the event that the office of the President should become vacant, the Vice-President shall assume that office and all the responsibilities of that office until the Board of Directors shall convene, at the next scheduled annual meeting, to elect a successor to complete the President's unexpired term. The Vice-President shall have such powers and perform such duties as shall be assigned by the Board of Directors or the President. The Vice-President is typically assigned the post of Annual Foray General Chairman.

**Section 5. Secretary**

The Secretary shall be responsible for notifying the members of the Board of Directors of all meetings. The Secretary shall keep or cause to be kept a record of all votes and the minutes of all such meetings in books proper for that purpose. He or she shall have custody of the corporate seal and shall have authority to affix the same to any obligation, instrument or contract executed on behalf of the Corporation and, when so affixed, to attest the same by his or her signature. He or she shall perform all other duties incident to the

office of Secretary and shall have such other powers and perform such other duties as shall be assigned by the Board of Directors or the President.

**Section 6. Treasurer**

The Treasurer shall be the chief financial officer of the Corporation. The Treasurer shall collect, receive, deposit and invest the assets of the Corporation as directed by the Board of Directors; shall keep or cause to be kept full and accurate accounts of all receipts and disbursements; shall supervise and monitor all matters relating to the finances and expenditures of the Corporation; shall render an annual as well as periodic financial statements and such other reports and accounts of the financial condition of the Corporation as may from time to time be requested by the Board of Directors, the Officers and City, State, and Federal agencies. He or she shall perform such other duties as are incident to the office of Treasurer, and shall have other powers and perform such other duties as the Board of Directors shall determine.

**Section 7. Resignation / Removal**

Any officer may resign at any time by giving written notice of such resignation to the Board of Directors or the Secretary. Such resignation shall take effect at the time specified therein or, if not so specified, upon receipt thereof. Any officer may be removed with or without cause at any time by a two-thirds vote of the Directors present at a regular or special meeting.

**ARTICLE VI**

**FINANCE**

**Section 1. Fiscal Year**

The fiscal year of the Corporation shall be the calendar year, unless otherwise fixed by resolution of the Board of Directors.

**Section 2. Authority to Receive**

The Corporation may collect fees for events which it organizes, receive gifts, bequests, devises, legacies, donations and contributions from individuals, private or corporate entities and governmental sources for such purposes as are within the scope of its corporate purposes and powers, and upon acceptance shall expend and administer the contributions for such purposes.

**Section 3. Deposits and Checks**

The funds of the Corporation shall be deposited in such banks, trust companies and other depositories as may be designated by the Board of Directors. The officers and agents who shall be authorized on the Corporation's behalf to sign bills, notes, receipts, acceptances, endorsements, checks, releases, contracts and other instruments and documents shall be determined by resolution of the Board of Directors.

**Section 4.        Investments**

The Corporation shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, to keep the funds in whole or in part in cash, and to invest and reinvest any funds held by it, according to the judgment of the Board of Directors, or to such officers of the Corporation to whom such authority may be delegated by the Board of Directors, without being restricted to any class of investments; provided, however, that no action shall be taken by or on behalf of the Corporation if such action is a prohibited transaction or would result in the denial of tax exemptions under applicable provisions of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

**Section 5.        Bond**

The Board of Directors may require the Treasurer or any other officer, agent or employee of the Corporation to give a bond for the faithful discharge of his or her duties in such amount with such surety or sureties as they shall determine, the cost of such bond to be borne by the Corporation.

**Section 6.        Contracts**

The Board of Directors may authorize any officer or officers, agent or agents to enter into any contracts or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

**ARTICLE VII**

**GENERAL PROVISIONS**

**Section 1.        Formal Expressions of the Will of the Board of Directors**

**A.    Ordinary Resolutions**

Ordinary Resolutions are formal, simple expressions of the will of the Board of Directors, usually consisting of concise statements of intent or purpose adopted by a majority vote of the Board, and restricted for either a specific period of time or for a limited purpose. Such Ordinary Resolutions shall be stipulated in writing, and attached to the minutes of the respective meetings at which they are adopted. Ordinary Resolution remains in force either for a specified period of time, or until the Board rescinds the Resolution at any regular or special meeting by a majority vote.

## **B. Standing Resolutions**

Standing Resolutions are formal expressions of the will of the Board of Directors, usually dealing with complex matters where extensive and detailed provisions are required. Standing Resolutions, adopted by the Board, shall be stipulated in writing, titled, with number and revision letter, and indexed sequentially by their date of authorization and be maintained in a separate book or file by the Secretary. Standing Resolutions are authorized for an indefinite period of time, and may be amended or rescinded at any regular or special meeting by a majority vote of the Board of Directors. Copies of all Standing Resolutions shall be provided, by the Secretary, to all members of the Board of Directors.

### **Section 2. The "Annual Foray"**

The Annual Foray is a Mycological Conference held each year to stimulate interest in mycology and to provide a forum where both amateur and professional mycologists can share their experiences and knowledge of the fungal flora of eastern North America with members of the Corporation and others with similar interests. The purpose is primarily scientific and educational, however, the Conference also provides an opportunity for members to meet and compare experiences and to socialize with new and old friends.

The Annual Foray shall be sponsored each year on a cyclical basis by the different Member Organizations either unilaterally, or, in the case of smaller Organizations, jointly with other small Member Organizations. Agreeing to this provision is a condition of membership for Organizations wishing to join the Federation (Corporation). The sponsorship schedule for the Member Organizations shall be determined by resolution of the Board of Directors.

### **Section 3. Action Without a Meeting**

Any action required or permitted to be taken at any meeting of the Board of Directors, or any other committee may be taken without a meeting if all of the members of such Board or committee consent in writing to the adoption of a resolution authorizing such action. The resolution and the written consents thereto shall be filed with the minutes of the proceedings of the Board or committee.

### **Section 4. Telephone Participation in Meeting**

Any one or more members of the Board of Directors, or any Committee may participate in a meeting of such Board or Committee by means of a conference telephone or other communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

**Section 5.     Seal**

The Corporation may have a seal of such design as the Board of Directors may adopt. If so adopted, the seal shall be circular in form and shall bear on its outer edges the words "NORTHEAST MYCOLOGICAL FEDERATION, INC." and in the center the words and figures "Corporate Seal 1994 New York". Custody of the seal shall be with the Secretary, and the Secretary and such other Officers as the Board of Directors may designate shall have authority to affix the seal to all instruments where its use is required and to attest the same by his or her signature.

**Section 6.     Authority**

The rules contained in the current edition of Robert's Rules of Order (latest revision) shall govern the Corporation in all cases to which they are applicable and not inconsistent with these By-Laws.

**Section 7.     Conflict of Interest**

Membership on the Board of Directors or any committee of the Board shall not be used for purposes which are, or give the appearance of being, either directly or indirectly, motivated by private gain on the part of any member. No contract or other transaction between the Corporation and any of the members of the Board of Directors or Officers of the Corporation, or between the Corporation and any other organization in which any such Director or Officer of the Corporation is affiliated or has a substantial financial interest, shall be void or voidable for this reason alone that any such Director or Officer is present at a meeting of the Board of Directors which authorizes such contract or transaction, provided that the material facts as to such Directors's or Officer's interest in such contract or transaction are disclosed in good faith or are known to the Board of Directors, and the Board of Directors authorizes such contract or transaction by a vote sufficient for such purpose without counting the vote or any such interested member of the Board of Directors or Officer.

Any member of the Board of Directors or any committee of the Corporation who has any direct monetary, fiduciary, managerial or professional interest in any matter brought before such body shall refrain from any voting on such matter, but may be counted for purposes of determining a quorum.

**Section 8.     Indemnification**

Any person made a party to any action, suit or proceeding, whether civil or criminal, by reason of the fact that such person, his or her testator or intestate, is or was a Director, Board or Committee, Officer or employee of the Corporation or of any other Corporation which he or she serves as such at the request of the Corporation, shall be indemnified by the Corporation against all judgments, fines, amounts paid in settlement, and reasonable expenses, including attorneys' fees, actually and necessarily incurred in connection with the defense of such action, suit or proceeding, or appeal thereof, to the full extent permitted by law. The foregoing right of indemnification shall not be deemed exclusive of any other rights to which any Director, Board or Committee member, officer or employee may be entitled as a matter of law.

**Section 9. Exempt Activities**

Notwithstanding any other provision of these By-Laws, no Director, officer, employee or representative of this Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the United States Internal Revenue Code of 1954 as the same may from time to time be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code, as the same may from time to time be amended.

**ARTICLE VIII**

**AMENDMENTS**

These By-Laws may be amended at any regular or special meeting of the Board of Directors by majority vote, provided that written notice of the By-laws so to be amended, together with a concise statement of the changes to be made, has been given to each member of the Board of Directors at least ten (10) days prior to the meeting at which action thereon is to be taken.

**ORDINARY RESOLUTION**

**NUMBER 001**

adopted August 11, 2000  
(effectivity date January 1, 2001)

Page 1 of 1

**SAM RISTICH TRIBUTE**

It is the will of the Corporation that the NEMF Annual Foray be named in honor of Dr. Samuel S. Ristich, as a lifetime tribute for all the years of his enthusiastic support, encouragement, and personal dedication to the amateurs of the Northeast, and in particular to this Corporation.

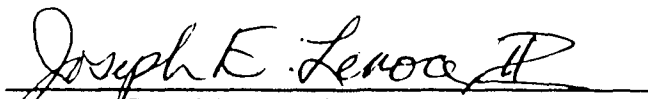
The Annual Foray registration fees for Sam Ristich and his wife Ruth shall be waived indefinitely, and the cost of this waiver shall be borne by the Corporation Treasury. The costs of the waivers may be recovered by the Executive Committee by means of an assessment against the NEMF Annual Foray.

The Corporation's Secretary shall send out an invitation each year to Sam Ristich and his wife, inviting them to attend the NEMF Annual Foray.

**NORTHEAST MYCOLOGICAL FORAY HISTORY:** The first prototype Northeast Foray, organized by Ed Bosman (CVMS) and Vic Gambino (NJMA), was held at the Pocono Environmental Education Center (PEEC), in Dingman's Ferry, PA. from June 18 -20, 1976. Seventy people attended this Foray. The Foray was made up of members from NJMA and CVMS, with several individuals from NYMS and NHMS. The comradery and excitement of this multi-club Foray, sparked interest in continuing this experiment with other regional mycological organizations, which ultimately gave birth to the NEMF tradition.

On July 18, 1976, representatives from NJMA, CVMS, NYMS, and COMA, met to discuss the feasibility of holding a Northeast Regional Foray. Representative from NHMS and BMC were unable to attend, but they were "definitely interested". This meeting resulted in a Foray that was named "The First Annual Northeast Foray" and it was held from September 16 -18, 1977 at PEEC. The organizations that participated were : Boston Mycological Club (BMC), Connecticut Mycological Association (COMA), Connecticut Valley Mycological Society (CVMS), Long Island Mycological Club (LIMC), New Jersey Mycological Association (NJMA), New York Mycological Society (NYMS), and the Nutmeg Mycological Society (NMS).

The 1995 Annual Northeast Foray was named, the "First Samuel Ristich Foray". This resolution formally endorses this tradition that began in the year 1995.

  
\_\_\_\_\_  
President's signature

August 12, 2000  
Date

**ORDINARY RESOLUTION**

**NUMBER 002**

adopted August 11, 2000  
(effectivity date January 1, 2001)

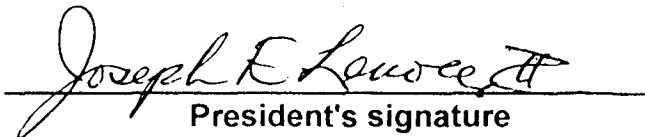
Page 1 of 1

**HOMOLA\* SCHOLARSHIP**

It is the will of the Corporation that in honor of the late Dr. Richard Homola, a scholarship be offered to a deserving student of mycology or a related field in the form of free admission to an NEMF Annual Foray. The purpose of this scholarship is to encourage interest in mycology, and to expose the student to the many exhibitions and lectures, and also the overall enthusiasm of the Foray.

The Executive Committed shall administer this scholarship each year by considering recommendations from participating mycologists, other specialists, and from NEMF member organizations. The student awarded this scholarship shall attend the Annual Foray as a guest of the respective sponsor.

*\*Dr. Richard Homola, or Dick as we would always address him, was well known for his participation in the NEMF Annual Forays and in all the mycological clubs in the North East. Whether you were an expert mycologist or only a beginner, Dick was always ready to answer questions or help with an identification. His patience seemed endless, and he always wore a smile. He was a true and fond friend to all amateurs and is sorely missed by all.*

  
President's signature

August 26, 2000  
Date

**ORDINARY RESOLUTION**

**NUMBER 003**

adopted August 11, 2000

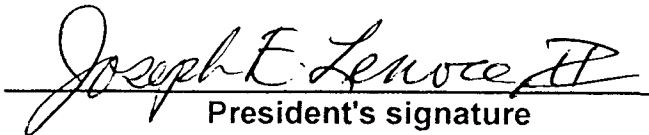
(effectivity date September 1, 2000)

Page 1 of 1

**AUTHORIZED OFFICERS & AGENTS  
DEPOSITS and CHECKS**

Ref: By-laws Article VI Finance, Section 3. "...The officers and agents who shall be authorized on the Corporation's behalf to sign bills, notes, receipts, acceptances, endorsements, checks, releases, contracts, and other instruments and documents shall be determined by resolution of the Board of Directors."

It is the will of the Corporation that , in addition to the Treasurer, the President of the Corporation shall also be authorized on the Corporation's behalf to sign bills, notes, receipts, acceptances, endorsements, checks, releases, contracts, and other instruments and documents. This resolution shall be implemented as soon as possible following the effectivity date.

  
\_\_\_\_\_  
President's signature

August 26, 2000  
Date